

**PREPARED FOR THE REGISTRAR
LONGPRIME2 LTD
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

Hazlewoods LLP
Windsor House
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Longprime2 Ltd

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Longprime2 Ltd

Company Information

Directors	J L Balmer R Dooley J H Sage
Registered office	Lambwood Heights 244 Lambourne Road Chigwell Essex IG7 6HX
Auditors	Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT

Longprime2 Ltd**(Registration number: 10542171)****Balance Sheet as at 31 December 2022**

	Note	2022 £ 000	2021 £ 000
Fixed assets			
Tangible assets	<u>4</u>	<u>23,400</u>	<u>23,400</u>
Current assets			
Debtors	<u>5</u>	2,468	1,634
Cash at bank and in hand		<u>15</u>	<u>1</u>
		2,483	1,635
Creditors: Amounts falling due within one year	<u>6</u>	<u>(15,483)</u>	<u>(15,286)</u>
Net current liabilities		<u>(13,000)</u>	<u>(13,652)</u>
Total assets less current liabilities		10,400	9,748
Deferred tax liabilities		<u>(2,521)</u>	<u>(2,521)</u>
Net assets		<u>7,880</u>	<u>7,228</u>
Capital and reserves			
Called up share capital		-	-
Revaluation reserve		7,562	7,562
Profit and loss account		<u>318</u>	<u>(334)</u>
Total equity		<u>7,880</u>	<u>7,228</u>

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

Approved and authorised by the Board on 27 July 2023 and signed on its behalf by:

J H Sage
Director

The notes on pages 3 to 7 form an integral part of these financial statements.

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:
Lambwood Heights
244 Lambourne Road
Chigwell
Essex
IG7 6HX

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A smaller entities - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' and the Companies Act 2006 (as applicable to companies subject to the small companies' regime).

Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest £1,000.

Name of parent of group

These financial statements are consolidated in the financial statements of Gibsont Topco Limited.

The financial statements of Gibsont Topco Limited may be obtained from Companies House.

Judgements and estimation uncertainty

These financial statements do not contain any significant judgements or estimation uncertainty.

Revenue recognition

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rental Income

Revenue for rental income is recognised on an accruals basis in line with the rental agreements.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against

deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Notes to the Financial Statements for the Year Ended 31 December 2022

Going concern

Notwithstanding net current liabilities of £13,000,000 (2021 - £13,652,000) as at 31 December 2022, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The Company is part of the Gibson Topco Limited group (the "Group"). The Company is a property investment company with the main activity during the year being the building and completion of a care home.

The Group have multiyear cash flow forecasts including a downside scenario reflecting a possible disruption to operations as result of COVID-19 including a significant impact on occupancy levels. Under all scenarios considered, the Group would be able to operate within its borrowing facilities. The plan shows that the company and the Group are a going concern when considering the trading of the Group and continuation of the Group financing facility. The business has taken, and continues to take, robust and quick action in response to the pandemic and changes in the operating environment and as a result to date have experienced minimal disruption to operations.

The Directors are confident having secured the businesses ongoing financing facility that the Going Concern status of the Group will remain strong for the foreseeable future.

Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Freehold property	nil
Freehold Land	nil
Furniture, fittings and equipment	20% straight line

Freehold property is not depreciated. The company has a regular policy of maintenance and repair on its freehold properties. The director's annually review the carrying value of the freehold properties. The directors consider this to be appropriate on the basis that the residual values of the properties are not materially different to their carrying value and therefore depreciation would be immaterial.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from customers for services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. All trade debtors are repayable within one year and hence are included at the undiscounted cost of cash expected to be received. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

Notes to the Financial Statements for the Year Ended 31 December 2022

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial instruments

Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Impairment

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Notes to the Financial Statements for the Year Ended 31 December 2022

3 Staff numbers

The average number of persons employed by the company (including directors) during the year, was as follows:

	2022 No.	2021 No.
Average number of employees	3	2

Fees payable to the company's auditors for the auditing of the company's annual accounts are borne by a related undertaking.

4 Tangible assets

	Land and buildings £ 000	Furniture, fittings and equipment £ 000	Total £ 000
Cost or valuation			
At 1 January 2022 and at 31 December 2022	22,747	653	23,400
Carrying amount			
At 31 December 2021 and at 31 December 2022	22,747	653	23,400

The freehold property was revalued during the prior year with reference to the most recent valuation by an independent valuer who is a member of RICS. The basis of valuation was full business value, including with regard to trading potential.

There is a fixed and floating charge which covers all the property or undertaking of the company by way of a group guarantee for the loan facility in Oakland Propco A Limited, a fellow subsidiary undertaking. The balance of the loan drawdown at year end was £53,407,000 (2021 - £53,634,000).

5 Debtors

	2022 £ 000	2021 £ 000
Trade debtors	3	3
Amounts owed by group undertakings	2,454	1,627
Prepayments	12	4
	2,468	1,634

Amounts owed by group undertakings bear interest at 1.0525% and are repayable on demand.

6 Creditors

	2022 £ 000	2021 £ 000
Due within one year		
Trade creditors	1	4
Amounts due to group undertakings	15,406	15,232
Social security and other taxes	77	51
	15,483	15,286

Amounts due to group undertakings bear interest at 1.0525% and are repayable on demand.

7 Parent and ultimate parent undertaking

The company's immediate parent company is Oakland Propco A Limited, incorporated in England and Wales.

The ultimate parent is Gibson Topco Limited, incorporated in England and Wales.

There is considered to be no single ultimate controlling party.

Gibson Topco Limited is the parent undertaking of the largest and smallest group of undertakings to consolidate these financial statements at 31 December 2021. A copy of the consolidated financial statements can be obtained from Companies House.

8 Disclosure under Section 444(5B) CA 2006 relating to the independent auditor's report

As permitted by Section 444 CA 2006, these accounts do not contain a copy of the company's Profit and Loss account or a copy of the Director's Report. Accordingly, the Independent Auditors' Report has also been omitted.

The Independent Auditor's Report was unqualified. The name of the Senior Statutory Auditor who signed the audit report on 27 July 2023 was Simon Worsley, who signed for and on behalf of Hazlewoods LLP.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.